



APPENDIX C – ADDITIONAL SUPPORTING DOCUMENTATION



Secretary Anthony Foxx
US Department of Transportation
1200 New Jersey Avenue, SE
Washington, DC 20590

April 11, 2016

Dear Secretary Foxx:

We, the Maryland Transportation Authority (MDTA) and the City of Baltimore, respectfully submit this application, **Access I-95: Driving Baltimore City's Growth**, for funding consideration under the Fostering Advancements in Shipping and Transportation for the Long-term Achievement of National Efficiencies (FASTLANE) grant opportunity as joint applicants. While MDTA and Baltimore City are committed to working in cooperative partnership, MDTA will serve as the lead agency for grant purposes.

The transportation investments for Port Covington have been divided into two phases of work – near-term (Phase I) and subsequent grant cycle that are not part of this grant request (Phase II). Both phases are independent sets of infrastructure modifications. Phase I will that begin construction within 18 months of federal funds obligation. Phase II (that we are not currently seeking FASTLANE funds for) may be presented in subsequent grant cycles. For Phase I, the MDTA will execute on its part of this package for improvements to I-95 proper and, as the lead grant agency, will facilitate the projects with the City of Baltimore for other federal aid-eligible roads over which the City holds jurisdiction.

Specifically, MDTA will lead all aspects related to improvements to:

- Hanover Street On Ramp to I-95 Southbound
- I-95 Southbound Off Ramp to Key Highway

Baltimore City holds jurisdiction over and will lead all aspects related to improvements to:

- McComas Street at the Key Highway Intersection
- Hanover Street North of McComas Street
- McComas Street between Hanover Street and Key Highway.

This cohesive, coordinated approach will meet the projected traffic density related to the project. This unique partnership has spawned private sector contributions, amplifying federal, state, and local contributions that will work together if this grant application is awarded funding.

Sincerely,

A handwritten signature in blue ink, appearing to read "Milt Chaffee". The signature is fluid and cursive, with the first name "Milt" and last name "Chaffee" clearly distinguishable.

Milt Chaffee
Executive Director
Maryland Transportation Authority

A handwritten signature in black ink, appearing to read "Stephanie Rawlings-Blake". The signature is cursive and stylized, with the first name "Stephanie" and last name "Rawlings-Blake" clearly distinguishable.

Stephanie Rawlings-Blake
Mayor, City of Baltimore

**MARYLAND TRANSPORTATION
AUTHORITY
RESOLUTION 16-01**

**A RESOLUTION SPONSORING THE FASTLANE GRANT APPLICATION AND
DELINEATING OTHER SUPPORT FOR CERTAIN I-95 HIGHWAY RELATED
IMPROVEMENTS WITHIN MDTA JURISDICTION IN SUPPORT OF THE
PORT COVINGTON PROJECT**

WHEREAS, the Maryland Transportation Authority, an agency of the State of Maryland (the "MDTA") is authorized and empowered under Section 4-101 through 4-406 of the Transportation Article of the Annotated Code of Maryland (the "Act") to finance, construct, operate, maintain, and repair "transportation facilities projects" (as defined by the Act), to issue revenue bonds for the purpose of financing the cost of transportation facilities projects, and to perform any actions necessary or convenient to carry out the powers granted in the Act; and

WHEREAS, Sagamore Development Company, LLC ("Sagamore") is undertaking the development of the 266 acre Port Covington property located at the tip of the south Baltimore peninsula, bound by Interstate 95 ("I-95") and the Middle Branch of the Patapsco River; and

WHEREAS, the development of the Port Covington property will consist of transforming the property into a mixed-use community anchored by the Under Armour World Headquarters Campus, and including 1,600,000 square feet of destination, attraction, entertainment, and specialty retail, over 8,000 residential units, 500,000 square feet of industrial/light manufacturing space, 200+ hotel rooms, 1,800,000 square feet of office space, and other civic and cultural uses including 40+ acres of public parks ("the Project"); and

WHEREAS, it is estimated that the Project will provide 42,000 jobs and \$3.3 Billion in labor revenue, \$7.6 Billion in economic activity, \$5.5 Billion in construction over 20+ years, \$242 Million in State and local taxes, and \$209 Million in State and local revenues; and

WHEREAS, the Project's proximity to I-95 and major roadways, such as Hanover and McComas Streets, provides the redevelopment opportunity for this property; however, critical infrastructure improvements for I-95 and the connecting roadway system are needed to support the Project; and

WHEREAS, the infrastructure improvements have been broken into two phases: Phase 1 comprises the next six years (2016-2022) and includes improvements to I-95 and the connecting roadway system, and Phase 2 comprises the out years (2018-2027); and

WHEREAS, Sagamore, in coordination with MDTA, has begun preliminary activities to support the National Environmental Policy Act ("NEPA") process for all of the necessary roadway and transit improvements needed to support development of the Port Covington property for Phase 1 and Phase 2;

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WHEREAS, to support the Project funding needs, MDTA will apply for a Fostering Advancement in Shipping and Transportation for Long-term Achievement of National Efficiencies (“FASTLANE”) discretionary grant in the amount of \$76.1185 Million to help fund the various Phase 1 project elements needed for the Project, which grant application is due on or before April 14, 2016; and

WHEREAS, Sagamore is seeking the commitment from Baltimore City for certain Tax Increment Financing (“TIF”) in a total amount of \$110.587 Million to support the Project for Phase 1 and Phase 2; and Phase 1 project elements will receive \$43.122 Million of this funding; and

WHEREAS, Sagamore is seeking MDTA’s sponsorship of the FASTLANE grant application and is seeking MDTA’s commitment to making and funding the necessary outlined transportation infrastructure improvements to MDTA facilities for the Phase 1 project elements.

NOW, THEREFORE, BE IT RESOLVED BY THE MARYLAND TRANSPORTATION AUTHORITY THAT:

SECTION ONE. MDTA hereby agrees to apply for the federal FASTLANE discretionary grant for the Project in the amount of \$76.1185 Million to assist with funding the Phase 1 project elements. Upon receipt of the FASTLANE grant, MDTA agrees to serve as the official grant recipient and be responsible for monitoring the expenditure of all grant funds. Sagamore hereby agrees to secure all necessary approvals for the TIF financing in the amount of \$43.122 Million to assist with funding the Phase 1 project elements.

SECTION TWO. MDTA hereby agrees to continue to support Sagamore and the Project in the ongoing NEPA process for the approvals for the Phase 1 project elements and agrees to support the application and process for the approvals for the Phase 2 project elements. It is anticipated that NEPA approvals for the Phase 1 project elements will occur on or about November 2017. The estimated cost of NEPA for Phase 1 is \$5.074 Million, which cost will be paid by Sagamore.

SECTION THREE. Subject to the conditions outlined herein, MDTA commits to designing and constructing the following two Phase 1 project elements: Hanover Street On Ramp to I-95 Southbound and I-95 Southbound Off Ramp to Key Highway. The other Phase 1 project elements include Hanover Street north of McComas, McComas Street between Hanover Street and Key Highway, McComas Street at Key Highway intersection and CSX Track Relocation. All of these project elements will be designed and constructed by other entities. For the MDTA project elements, it is anticipated that construction for the Hanover Street On Ramp will begin on or about May 2020 and will be completed on or about February 2022. It is anticipated that construction for the I-95 Southbound Off Ramp to Key Highway will begin on or about April 2019 and will be completed on or about September 2020.

SECTION FOUR. The total estimated cost for all of the Phase 1 project elements is \$157.311 Million. For the Hanover Street On Ramp to I-95 Southbound, it is anticipated that the total costs of this project element will be \$46.860 Million and MDTA's portion of these costs will be \$23.43 Million matched by \$23.43 Million from the FASTLANE grant; and for the I-95 Southbound Off Ramp to Key Highway, it is anticipated that the total costs for this project element will be \$19.133 Million and MDTA's portion of these costs will be \$9.5665 Million matched by \$9.5665 Million from the FASTLANE grant. It is anticipated that the remaining costs for the Phase 1 project elements will come from the FASTLANE grant, TIF or Sagamore. Therefore, MDTA's total estimated funding commitment for the two Phase I project elements is **\$32.9965 Million**. See attached Table "Port Covington Transportation Improvements Budget", which is hereby incorporated by reference.

SECTION FIVE. MDTA commits to funding 50% of the specified Phase 1 project elements at a total estimated not to exceed cost of \$32.9965 Million on the condition that MDTA receives the FASTLANE grant funding in the amount anticipated, that Sagamore receives the TIF financing from Baltimore City in the amount anticipated, and that all other necessary approvals are received including NEPA. In the event that the remaining funding through the FASTLANE grant and TIF is not achievable or necessary approvals are not obtained, MDTA will work with Sagamore to try and find other financing alternatives or to obtain the approvals; however, MDTA shall be under no obligation to fund or construct the improvements outlined herein for Phase 1.

SECTION SIX. The Project also contains certain Phase 2 project elements which include: MD 295 Northbound Off Ramp to McComas Street; I-395 Northbound Off Ramp to McComas Street; I-95 Northbound Off Ramp to Hanover Street (Demolition); I-95 Northbound Off Ramp to McComas Street; Hanover Street On Ramp to I-95 Northbound; Hanover Street On Ramp to I-95 Northbound; McComas Street between MD 295 Off Ramp and Hanover Street; Light Rail Spur; Conversion of CSX Swing Bridge to a Pedestrian Bridge; Shared Use Path Connection to South Baltimore; and Hanover Street south of McComas Street. The MDTA commits to working with Sagamore to obtain the required NEPA approvals for these project elements; however, MDTA is not committing to designing, constructing, or funding the Phase 2 improvements at this time as part of this Resolution. Such decisions will be made in the future as the Project progresses. See attached Table "Port Covington Transportation Improvements Budget".

SECTION SEVEN. If MDTA decides at some future date to commit to designing, constructing, and funding the Phase 2 improvements, the total estimated cost for all of the Phase 2 project elements is \$548.482 Million. The total cost of the Phase 2 project elements on MDTA's system is \$296.239 Million. If MDTA agrees at some future date to fund 50% of the cost of these projects, MDTA's estimated costs would be \$40.1575 Million for the MD 295 Northbound Off Ramp to McComas Street; \$40.5755 Million for I-395 Off Ramp to McComas Street; \$2.8995 Million for Demolition of the I-95 Northbound Off Ramp to Hanover Street; \$34.721 million for I-95 Northbound Off Ramp to McComas Street; and \$29.766 Million for Hanover Street On Ramp to I-95 Northbound. MDTA's potential estimated funding for the Phase 2 project elements is \$148.120 Million, which is based on an assumed funding split of 50/50 between MDTA funds and federal sources and TIF.

RESOLUTION 16-01

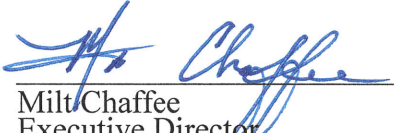
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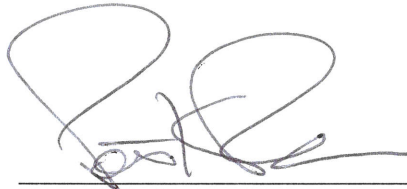
SECTION EIGHT. If MDTA decides at some future date to commit to designing, constructing and funding the Phase 2 improvements, it is anticipated that the timing for the MDTA elements of Phase 2 projects will be as follows: MD 295 to McComas Street to start in May 2020 and finish in January 2023; I-395 to McComas Street to start in August 2020 and finish in January 2023; Demolition of Northbound I-95 On Ramp to Hanover Street to start in January 2023 and finish in July 2023; Northbound I-95 Ramp to McComas Street to start in July 2023 and finish in April 2025; Hanover Street Ramp to Northbound I-95 to start in April 2025 and finish in March 2027.

Dated as of: March 31, 2016

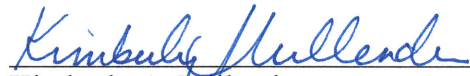
WITNESS:

MARYLAND TRANSPORTATION AUTHORITY


Milt Chaffee
Executive Director


Pete K. Rahn
Chairman

Approved as to Form and Legal
Sufficiency:


Kimberly A. Millender
Assistant Attorney General



STEPHANIE RAWLINGS-BLAKE
MAYOR

*100 Holliday Street, Room 250
Baltimore, Maryland 21202*

April 7, 2016

Mr. Marc Weller, President
Sagamore Development Company
1000 Key Highway East
Baltimore, Maryland 21230

Dear Mr. Weller:

The City of Baltimore understands the transformative economic impact that the redevelopment plans for Port Covington will create for the City. It is our understanding that new federal highway grant funding will be requested to support Interstate Highway System improvements to accommodate the project. The City of Baltimore will be a co-applicant for this funding application.

We also recognize that Sagamore Development Company has requested Tax Increment Financing (TIF) to support the construction of required public infrastructure associated with Port Covington's redevelopment. If the TIF request is approved by the Mayor and City Council, the City of Baltimore is willing to utilize a portion of the TIF funds on eligible project costs that support the required highway improvements.

Please consider this letter evidence of the City's willingness to leverage TIF funds to match federal funds for the highway infrastructure required to make this project a success for the City, state and region. If you have any questions, please contact Colin Tarbert, Deputy Mayor for Economic and Neighborhood Development by phone at 410-545-6208 or by email at colin.tarbert@baltimorecity.gov.

Sincerely,

Stephanie Rawlings-Blake
Mayor
City of Baltimore

cc: Colin Tarbert, Deputy Mayor, Economic & Neighborhood Development
Khalil Zaied, Deputy Mayor, Operations
William Cole, President, Baltimore Development Corporation
William Johnson, Director, Department of Transportation
Caroline Paff, Vice President, Sagamore Development



STEPHANIE RAWLINGS-BLAKE

MAYOR

*100 Holliday Street, Room 250
Baltimore, Maryland 21202*

November 16, 2015

The Honorable Pete K. Rahn
Secretary, Maryland Department of Transportation
7201 Corporate Center Drive
Hanover, MD 21076

Dear Secretary Rahn:

The City of Baltimore is aware a transformational redevelopment project in the planning stages for Port Covington in south Baltimore will require substantial infrastructure improvements. We are supportive of redevelopment efforts at Port Covington, and would like to amend our transportation priorities letter dated September 28, 2015 to include the following:

Port Covington Multi-Modal Improvements

Port Covington is currently an aging, underutilized industrial area that comprises over two miles of waterfront between Interstate-95 and the Middle Branch of the Patapsco River in Baltimore, Maryland. Sagamore Development Company, LLC, (Sagamore) is planning a major redevelopment of Port Covington to house the new Under Armour world headquarters campus and create a large, diverse mixed-use development on the south Baltimore peninsula. The Port Covington project will transform an area now cut off from Baltimore's downtown neighborhoods by the elevated structure of I-95 and the adjacent CSX rail yard, and will provide extraordinary economic growth and job opportunities for both the City of Baltimore and the greater region.

The multi-modal plan for the redevelopment initiative will include an emphasis on transit, pedestrian, cyclist and vehicular transportation hubs. It will also affirm certain freight corridors in the area and eliminate multiple at-grade rail crossings on vehicular travel lanes and highway access points. The plans will include interstate improvements aimed at improving safety for drivers on the interstate system. The City urges MDOT to include planning, design and construction funds for pedestrian and cycle facilities, light rail, interstate access and safety improvements to I-95, MD-295, I-395, Hanover and McComas Streets in the FY 2016-2021 CTP.

Thank you for your attention to this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Stephanie Rawlings-Blake". The signature is stylized with large, flowing loops and is positioned above the printed name.

Stephanie Rawlings-Blake
Mayor
City of Baltimore

cc: The Honorable Catherine Pugh, Chair, Baltimore City Senate Delegation
The Honorable Curt Anderson, Chair, Baltimore City House Delegation
The Honorable Bernard "Jack" C. Young, Baltimore City Council President
William M. Johnson, Director, Baltimore City Department of Transportation
William Cole, President and CEO, Baltimore Development Corporation
Thomas Stosur, Director, Baltimore City Department of Planning
Kaliopé Parthemos, Chief of Staff, Office of the Mayor
Andrew Smullian, Deputy Mayor, Government Relations and Labor
Colin Tarbert, Deputy Mayor, Economic and Neighborhood Development
Khalil Zaied, Deputy Mayor, Operations
Connor Scott, Assistant Deputy Mayor, Operations
Sameer Sidh, Chief of Special Projects and Business Improvement, Baltimore City
Department of Transportation

April 7, 2016

City of Annapolis
Mike Pantelides
Mayor

Anne Arundel County
Steve Schuh
County Executive

City of Baltimore
Stephanie Rawlings-Blake
Mayor

Baltimore County
Kevin Kamenetz
County Executive

Carroll County
Doug Howard
Member, Board of Commissioners

Harford County
Barry Glassman
County Executive

Howard County
Allan H. Kittleman
County Executive

Queen Anne's County
Stephen Wilson
County Executive

Maryland Department of Transportation
Pete Rahn
Secretary

Maryland Department of the
Environment
Ben Grumbles
Secretary

Maryland Department of Planning
David Craig
Secretary

Maryland Transit Administration
Paul Comfort
Administrator

Secretary Anthony Foxx

U.S. Department of Transportation
1200 New Jersey Avenue, SE
Washington, DC 20590

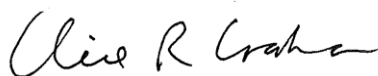
Dear Secretary Foxx:

The Baltimore Regional Transportation Board (BRTB), the Metropolitan Planning Organization for the Baltimore region, is pleased to offer its support to the City of Baltimore and the Maryland Transportation Authority for their application under the FAST LANE (Nationally Significant Freight and Highway Projects Program) grant program. The BRTB is committed to adding all funds awarded under this competitive discretionary grant program to the Transportation Improvement Program and the regional long-range transportation plan (LRTP).

Freight and passenger traffic is expected to increase as Baltimore City continues to expand. Improvements to I-95 through Baltimore City are crucial to the economic development that is already underway at Port Covington, as well as to the future economic benefits that will follow as development continues in the very near future. As you know, I-95 is a major freight and passenger corridor along the east coast. Access on and off the interstate is essential to the safe flow of traffic along the corridor and through the City. The I-95 project includes several essential and noteworthy outcomes: Improved passenger and freight safety, improved economic competitiveness in a growth area and along a vital economic corridor and improved capacity to reduce congestion. Phase I project elements include: 1) Hanover Street on ramp to I-95 southbound; 2) improvements to Key Highway; 3) improvements to the I-95 southbound off ramp to Key Highway; 4) improvements to Hanover Street north of McComas Street; 5) improvements to McComas Street that addresses traffic flow and; 6) a freight rail project that address safety concerns by removing railway-highway grade crossings and relocating the rail line to a location where freight movement is safer and more efficient.

The BRTB appreciates your favorable consideration of this application. The I-95 improvements would not be readily completed without this federal participation and by Baltimore City and the Maryland Transportation Authority. This project directly responds to goals identified in the Baltimore region's LRTP as well as the goals of this program established under the FAST Act. We are committed to achieving U.S. DOT's long-term priorities for the nation's transportation system.

Sincerely,



Clive Graham, Empowered Chair